

Special General Meeting

The University of Wolverhampton
1pm 22nd June 2009

Minutes

Introduction

Geoffrey Griffiths, Chair of ialeUK, described the background and reasoning behind the resolution for discussion at the meeting. Following discussion at the 2008 Annual General Meeting of ialeUK it was decided to establish a Company Limited by Guarantee to administer the affairs of ialeUK. The resolution is required to ensure that members of the Executive Committee are not financially liable for any losses incurred by ialeUK and to make the organisation more professional in outlook.

The establishment of the company has not changed the initial purpose of ialeUK – the purpose remains:

- To promote landscape ecology, defined as the study of the interactions between the temporal and spatial aspects of a landscape and its flora, fauna and cultural components.
- To provide a link between persons concerned with landscape ecology who reside in the United Kingdom and The International Association for Landscape Ecology (IALE) and other regional associations of IALE.
- Promote inter-disciplinary research and communication among scientists, planners, policy makers, other professionals and interested individuals concerned with landscape ecology in the United Kingdom.
- To promote education and science.

Karl Jones asked how the decision to become a company limited by guarantee was decided at.

Geoffrey Griffiths explained that as the society had previously had no official status the committee sought legal advice and were advised that a company limited by guarantee was the most appropriate structure. ialeUK is too small to justify the administrative burden of becoming a charity.

Bella Davies clarified that ialeUK could become a charity in the future.

Karl Jones highlighted that a company is usually perceived as a profit making company. It needs therefore to be very clear that the company is not a profit making organisation. Geoffrey Griffiths agreed and assured those present that it is clearly stated that the new company has no shareholding and is therefore not for profit.

Peter Carey highlighted an amendment to the MoA that had been suggested at the ialeUK committee: that quorum should be met by 10% of the membership, not two members as shown in the draft MoA.

Vote

A vote was held on the following Special Resolution. :

IT IS HEREBY RESOLVED that the assets of ialeUK remaining after the satisfaction of any debts and liabilities shall be transferred to International Association of Landscape Ecology UK Limited, it having objects similar to the objects of ialeUK. ialeUK, in accordance with paragraph U: Dissolution of its Constitution adopted on 10 June 1994, will cease to exist.

There were 9 votes cast in person and 2 proxy votes via telephone.

The Special Resolution was passed with 11 people voting in favour and none voting against.

Discussion about the future priorities of ialeUK

Geoffrey Griffiths reviewed the purposes of ialeUK. ialeUK has a tradition of serving members from a wide range of backgrounds. He invited members to comment on how ialeUK could better meet their needs in future.

Kevin Watts pointed out that there was still considerable scope to broaden the membership.

Peter Carey stated that one of the things that ialeUK plans to do is produce information notes, which because they might be open to legal challenge on their accuracy was one of the reasons for the establishment of the company.

Janet Jackson highlighted that the voluntary nature of the organisation means that it is difficult to organise a team for producing the notes.

Karl Jones asked what the relationship is there with related organisations – there are clearly gaps that ialeUK can fill that are not met by other organisations.

Geoffrey Griffiths responded that there were no formal links with other organisations but agreed that this should be considered in future

Chris Young highlighted the demand for advertising for job vacancies as a possible future role for ialeUK. Pete Carey highlighted that these need to be advertised promptly on the website.

Bella Davies suggested sending out a call for ideas about future priorities for ialeUK to the membership. Chris Young suggested including this in the next newsletter and on the website.

Janet Jackson suggested the need to create a business plan. Amy Eycott agreed the need for planning but highlighted that 'business plan' was not the correct term as ialeUK is not a business.

Geoffrey Griffiths thanked those present for attending the meeting.